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S.D. SEC. OF STATE

STATE OF SOUTH DAKOTA

Statement of Legal Newspaper Ownership and Circulation

Return to: Secretary of State, 500 E. Capitol, Pierre, SD 57501-5077

1. TITLE OF NEWSPAPER		2. DATE
Hot Springs Star		10-01-2012
3. FREQUENCY OF ISSUE	3A. NO. OF ISSUES PUBLISHED ANNUALLY	3B. ANNUAL SUBSCRIPTION PRICE
Weekly	52	$36.00

4. COMPLETE MAILING ADDRESS OF KNOWN OFFICE OF PUBLICATION (Street, City, County, State and ZIP+4 Code) (Not printers)
107 N.ChicagoSt.,HotSprings,FallRiverCo.,SD. 57747

5. COMPLETE MAILING ADDRESS OF THE HEADQUARTERS OR GENERAL BUSINESS OFFICES OF THE PUBLISHER (Not printers)
107 N.ChicagoSt.,HotSprings,FallRiverCo.,SD.57747

6. FULL NAME OF PUBLISHER: Brett Nachtigall

7. OWNER (If owned by a corporation, its name and address must be stated and list on the back of this form the names and addresses of stockholders owning or holding 1 percent or more of total amount of stock. If not owned by a corporation, the names and addresses of the individual owners must be given. If owned by a partnership or other unincorporated firm, its name and address, as well as that of each individual must be given.

FULL NAME	COMPLETE MAILING ADDRESS
Lee Enterprises,201 N.HarrisonSt.,Ste600,Davenport.IA. 52801	

8. KNOWN BONDHOLDERS, MORTGAGES, AND OTHER SECURITY HOLDERS OWNING OR HOLDING 1 PERCENT OR MORE OF TOTAL AMOUNT OF BONDS, MORTGAGES OR OTHER SECURITIES (If there are none, so state. If more space is needed, list on back of this form.

Attached

9. EXTENT AND NATURE OF CIRCULATION	AVERAGE NO. COPIES EACH ISSUED PRECEDING 12 MONTHS	ACTUAL NO. COPIES ISSUED NEAREST TO FILING DATE
A. TOTAL NO. COPIES (Net Press Run)	1948	1936
B. PAID AND/OR REQUESTED CIRCULATION 1. Sales through dealers and carriers, street vendors and counter sales.	986	1006
2. Mail Subscription (Paid and or requested)	584	583
C. TOTAL PAID AND/OR REQUESTED CIRCULATION (Sum of 9B1 and 9B2)	1570	1589
D. FREE DISTRIBUTION 1. BY MAIL, CARRIER OR OTHER MEANS	25	25
2. SAMPLES, COMPLIMENTARY AND OTHER FREE COPIES	0	0
E. TOTAL DISTRIBUTION (Sum of C, D1 and D2)	1595	1614
F. COPIES NOT DISTRIBUTED 1. Office use, left over, unaccounted, spoiled after printing	128	120
2. Return from News Agents	225	202
G. TOTAL (Sum of E, F1 and F2 – Should equal net press run shown in A)	1948	1936

Statement must be signed by Publisher, Business Manager, or Owner in the presence of a Notary Public

I swear that the statements made by me are true, correct, and complete:

Br Nachtigall
(Signature)

Publisher
(Title)

Sworn to before me this 28th day of Sept, 2012

Kerri Berard
Notary Public

State of South Dakota)
§
County of _____)

(Seal)

My commission expires: _____

KERRI BERARD
NOTARY PUBLIC
MY COMM. EXP. AUGUST 21,2013

Form: SOS REC 051 7/2004

September 26, 2012

TO: ALL LEE PUBLISHERS AND CIRCULATION MANAGERS

RE: STATEMENT OF OWNERSHIP--SHAREHOLDERS OVER 1% AS OF 8/31/12

Schermer Investment Partnerships, 10 S. Wacker Dr., Floor 40, Chicago, IL 60606

Gregory P. Schermer, 2160 St. Andrews Circle, Bettendorf, IA 52722

Cedar Rock Capital Limited, 110 Wigmore Street, London W1U 3RW, United Kingdom

Dimensional Fund Advisors LP, Palisades West, Building One, 6300 Bee Cave road, Austin, Texas 78746

Brown Brothers Harriman & Co, 63 Wall Street, New York, NY 10005

First Clearing, LLC, 901 E. Byrd Street, Richmond, VA 23219

Charles Schwab & Co., Inc., 51 Mercedes Way, Edgewood, NY 11717

UBS Financial Services Inc., 1200 Harbor Blvd, Weehawken, NJ 07086

UBS Securities LLC, 1200 Harbor Blvd, Weehawken, NJ 07086

Pershing LLC Securities Corporation, 1 Pershing Plaza, Jersey City, NJ 07399

Bank of New York, One Wall Street, New York, NY 10286

Northern Trust Company, Processoral C-IN, Chicago, IL 60607

National Financial Services, LLC, 200 Liberty Street, New York, NY 10281

JPMorgan Chase Bank, 14201 Dallas Parkway, Dallas, TX 75254

Ameritrade, Inc., 51 Mercedes Way, Edgewood, NY, 11717

E*Trade Clearing LLC, 10951 White Rock Road, Rancho Cordova, CA 95670

Scottrade Inc., 51 Mercedes Way, Edgewood, NY 11717

Merrill Lynch, Pierce Fenner & Smith, 4 Corporate Place, Piscataway, NJ 08854

J.P. Morgan Chase Bank, One Chase Manhattan Plaza, New York, NY 10081

Goldman Sachs, 180 Maiden Lane, New York, NY 10038

Wells Fargo Bank Minnesota, N.A., 51 Mercedes Way, Edgewood, NY 11717

Raymond James, 5701 Thompson Creek Boulevard, Lincoln, NE 68516

Debt holders of Lee Enterprises Incorporated

9/25/2012

Lender Group		
DB TRUST AMERICAS	60 Wall Street, 3rd Flr., New York, NY 10005	
AAI ARISTEIA FUND PLC	2nd Floor Beaux Lane House Mercer Street Lower Dublin 2	
ALADDIN - ALADDIN DIP OFFSHORE	1209 Orange Street, Wilmington, DE 19801	
ALADDIN - ALADDIN INTERMEDIATE	1209 Orange Street, Wilmington, DE 19801	
ALADDIN - MC CREDIT PRODUCTS D	1209 Orange Street, Wilmington, DE 19801	
ALADDIN CR INTER FUND LTD	1209 Orange Street, Wilmington, DE 19801	
ALADDIN CR PTNRS I, L.P.	1209 Orange Street, Wilmington, DE 19801	
ARCHVIEW FUND L.P.	70 East 55th Street, 14th Flr, New York, NY 10022	
ARCHVIEW MASTER FUND LTD.	70 East 55th Street, 14th Flr, New York, NY 10022	
ARISTEIA MASTER LP	136 Madison Ave 3rd Floor New York, NY 10016	
BARCLAYS BK PLC	70 Hudson Street, Jersey City, NJ 07302	
BH FINANCE LLC	1440 Kiewit Plaza, Omaha, Nebraska 68131.	
BK NOVA SCOTIA	One Liberty Plaza 26th Flr., New York, NY 10006	
BK NY	One Wall St., 16th Flr., New York, NY 10286	
BNP PARIBAS**	787 Seventh Avenue, New York, NY 10019	
CARL MARKS STRAT INVST L.P.	900 Third Avenue, 33rd Floor, New York, NY 10022	
CITIBANK NA.	1615 Brett Road Building III, New Castle, DE 19720	
COOPERSTOWN MASTER FUND, LTD.	5 Greenwich Office Park, 4th Floor, Greenwich, CT 06831	
CORPORATE DEBT OPP FUND LP	One Bryant Park 38th Floor New York, New York United States 10036	
CREDIT SUISSE LOAN FUNDING LLC	One Madison Ave., 2nd Flr, New York, NY 10010	
DEUTSCHE BANK AG CAYMAN ISLAND	60 Wall Street, 3rd Flr., New York, NY 10005	
FRANKLIN- MUTUAL QUEST FUND	101 John F. Kennedy Parkway, Short Hills, NJ 07078	
GCA-GCA CREDIT OPPORTUNITIES M	101 Park Avenue, 26th Floor New York, NY 10178	
GOLDMAN SACHS LENDING PARTNERS	1 New York Plaza - 42nd Flr., New York, NY 10004	
HSH NORDBANK, KIEL	230 Park Ave., 31st Flr., New York NY 10169	
INTERMEDIATE FD (IRELAND) LTD	Beaux Lane House, Mercer Street Lower, Dublin, Ireland 216410	
JP MORGAN CHASE NA	One First National Plaza, Chicago, IL 60670	
JP MORGAN WHITEFRIARS	One First National Plaza, Chicago, IL 60670	
KTRS CREDIT FUND LP	One Bryant Park 38th Floor New York, NY United States 10036	
MARATHON - CITY OF NEW YORK GR	One Bryant Park 38th Floor New York, NY United States 10035	
MARATHON - INNOCAP FD	One Bryant Park 38th Floor New York, NY United States 10036	
MARATHON BLUE ACTIVE FUND, LTD	One Bryant Park 38th Floor New York, NY United States 10036	
MARATHON CREDIT DISLOCATION FU	One Bryant Park 38th Floor New York, NY United States 10036	
MARATHON CREDIT OPPORTUNITY MA	One Bryant Park 38th Floor New York, NY United States 10036	
MARATHON LIQUID CREDIT LONG	One Bryant Park 38th Floor New York, NY United States 10036	
MARATHON SPECIAL OPP	One Bryant Park 38th Floor New York, NY United States 10036	
MARATHON-MANAGED ACCTS MAS FD-	One Bryant Park 38th Floor New York, NY United States 10036	
MEGA ICBC FKA CIAO TUNG BANK	One World Financial Ctr., 200 Liberty St., 30th Flr., New York NY 10281	
MV CREDIT OPPORTUNITY FUND, LP	One Bryant Park 38th Floor New York, NY United States 10036	
NORTHERN TR	50 South LaSalle St., Chicago, IL 60675	
PENTELI MASTER FUND LTD	One Bryant Park 38th Floor New York, NY United States 10036	
QUAD CITY BK & TRUST	3551 7th St. Ste 101, Moline, IL 61265	
ROYAL BK SCOTLAND	465 Grand Avenue, Jersey City, NJ 07302	
SCOTIABANC, INC.	600 Peachtree St. N.E. Suite 2700, Atlanta, GA 30338	
SIRIUS INVESTMENT FUND SICAV	One Bryant Park 38th Floor New York, NY United States 10036	
SOUTHPAW CR OPP MASTER FD LP	4 Greenwich Office Park # 4, Greenwich, CT 06831	
SUNTRUST BANK	55 Park Place, Atlanta, GA 30303	
UBS AG, STAMFORD	677 Washington Blvd., Stamford CT 06901	
US BK NA	601 Second Ave. So. MPFP0512, Minneapolis, MN 55402	
WELLS FARGO	420 Montgomery 9th Flr., San Francisco, CA 94163	
Prudential Insurance Company of America	Two Gateway Center, 10th Flr, Newark, NJ 07102	
Prudential Insurance Company of America	Two Gateway Center, 10th Flr, Newark, NJ 07102	
Prudential Insurance Company of America	Two Gateway Center, 10th Flr, Newark, NJ 07102	
Pruco Life Insurance Company	Two Gateway Center, 10th Flr, Newark, NJ 07102	
Prudential Annuities Life Assurance	Two Gateway Center, 10th Flr, Newark, NJ 07102	
Ferry Street I LLC	Global Corporate Trust - CDO, 2 N. LaSalle St., 7th Flr, Chicago, IL 60602	
Pacific Life Insurance Company	700 Newport Center Drive, Newport Beach, CA 92660	
Pacific Life Insurance Company	700 Newport Center Drive, Newport Beach, CA 92660	
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Goldman Sachs, nominee - Archview	70 East 55th Street, 14th Flr, New York, NY 10022	
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Deutsche Bank Securities Inc.	5022 Gate Parkway, Ste 100, Jacksonville, FL 32256	
Midtown Acquisitions LP	65 East 55th Street, New York, NY 10022	
TMC MPS Series Fund LP-Partners Series	777 Westchester Ave., Ste 203, White Plains, NY 10604	
TMC MPS LTD SPC-Partners Segregated Portfolio	777 Westchester Ave., Ste 203, White Plains, NY 10604	
TMC MPS Series Fund LP-Lincoln Series	777 Westchester Ave., Ste 203, White Plains, NY 10604	
Southpaw Credit Opportunity Master Fund	2 Greenwich Office Park West, Greenwich, CT 06831	
Archview Fund L.P.	70 East 55th Street	New York, NY 10022
Archview Master Fund L.P.	70 East 55th Street	New York, NY 10022
BH Finance LLC	3555 Farnam Street Ste 1440	Omaha, NE 68131
Blackwell Partners, LLC	477 Madison Avenue, 12th Floor	New York, NY 10022
Ellis Lake Master Fund	623 Fifth Avenue	New York, NY 10022
GCA Credit Opportunities Master Fund, Ltd.	99 Park Avenue, 15th Floor	New York, NY 10016
Goldman Sachs Lending Partners	30 Hudson Street, 5th Floor	Jersey City, NJ 07302
JP Morgan Whitefriars	383 Madison Ave 27th Floor Mail code - NY1-M138	New York, NY 10017
Mudrick Distressed Opportunity Fund Global, LP	477 Madison Avenue, 12th Floor	New York, NY 10022
Mutual Quest Fund	101 John F. Kennedy Parkway	Short Hills, NJ 07078
SPCP Group LLC	2 Greenwich Plaza - 1st Floor	Greenwich, CT 06830
The Bank of New York Mellon	One Wall Street	New York, NY 10286